

STATE OF ILLINOIS     )  
                              ) SS.  
COUNTY OF COOK        )

RECORDATION NO. 684-NN Filed & Recorded  
MAR 2 1976 - 1 40 PM  
INTERSTATE COMMERCE COMMISSION

C E R T I F I C A T E

The undersigned, Helen Joy Krug, a Notary Public  
in and for said County, states that she compared the attached copy  
of the Bill of Sale dated the 27th day of February, 1976,  
from Union Tank Car Company to The First National Bank of Chicago  
with the original document, and certifies that it is a true and  
correct copy in all respects.

IN WITNESS WHEREOF, the undersigned has hereunto affixed  
her signature and notarial seal this 27th day of February,  
1976.

Helen Joy Krug  
Notary Public  
My Commission Expires July 20, 1979

BILL OF SALE

Union Tank Car Company

to

The First National Bank of Chicago, as Trustee  
under Equipment Trust Agreement dated as of  
September 15, 1972

KNOW ALL MEN BY THESE PRESENTS, that for and in consideration of the sum of One Dollar (\$1.00) and other good and valuable considerations, the receipt whereof is hereby acknowledged, Union Tank Car Company, a Delaware corporation (herein the "Company"), has sold, assigned, transferred, set over and delivered, and by these presents does hereby sell, assign, transfer, set over and deliver, unto The First National Bank of Chicago, as Trustee under that certain Equipment Trust Agreement dated as of September 15, 1972 (the "Trust Agreement"), between the Company and said The First National Bank of Chicago, 192 railroad cars (herein the "cars"), each identified with the initials UTLX (unless otherwise indicated), and more fully described in Schedule A attached hereto and hereby incorporated herein and made a part hereof.

The Company hereby warrants title to the cars is free from all liens and encumbrances (including any leasehold interest therein) other than the rights of the Company under the Trust Agreement.

TO HAVE AND TO HOLD the cars unto The First National Bank of Chicago, Trustee, and its successors and assigns, forever.

IN WITNESS WHEREOF, Union Tank Car Company has caused this instrument to be duly executed by its proper corporate officers thereunto duly authorized and its corporate seal to be hereunto affixed and attested this 27th day of February, 1976.

UNION TANK CAR COMPANY

By H. B. Browder  
Vice President

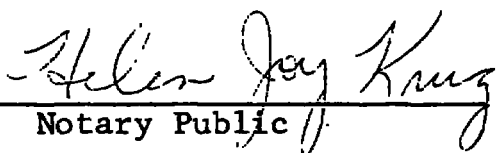
(CORPORATE SEAL)

ATTEST:

W. B. Moore  
Assistant Secretary

STATE OF ILLINOIS)  
                                  ) SS.  
COUNTY OF COOK        )

On this 27th day of February, 1976, before me a Notary Public in and for said County, personally appeared W. B. Browder and W. B. Moore, to me personally known, who being by me duly sworn did say that they are a Vice President and an Assistant Secretary, respectively, of Union Tank Car Company, that the seal affixed to the foregoing instrument is the corporate seal of said corporation, that said instrument was signed and sealed on behalf of said corporation by authority of its Board of Directors, and said W. B. Browder and W. B. Moore acknowledged that the execution of the foregoing instrument was the free act and deed of said corporation.

  
Notary Public

My Commission Expires July 10, 1976

# SCHEDULE A

## DESCRIPTION OF TRUST EQUIPMENT

QUANTITY	A.A.R. MECHANICAL DESIGNATION CODE	CAPACITY IN GALLONS	ROAD NUMBERS
-----	-----	-----	-----
98	GONDOLA	100 TON	UNPX102300-UNPX102308 UNPX102320 UNPX102456-UNPX102491 UNPX102496-UNPX102514 UNPX102518-UNPX102545 UNPX102595-UNPX102599
5	TM	20,000	58126,58128-58131
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103	TOTAL		
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# SCHEDULE A

## DESCRIPTION OF TRUST EQUIPMENT

QUANTITY	A.A.R. MECHANICAL DESIGNATION CODE	CAPACITY IN GALLONS	ROAD NUMBERS
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47	TM	8,000	72131,72133-72178
23	TM	16,800	72006-72028
19	TM	17,000	72292-72305,72307-72311
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89	TOTAL		
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192	Total		
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